

MEMORANDUM OF OIL AND GAS LEASE

West Virginia

The undersigned CHRISTOPHER D. O'NEIL AND SANDRA O'NEIL, HUSBAND AND WIFERR 3, BOX 382A, TERRELLS RIDGE ROAD ofMOUNDSVILLE, WEST VIRGINIA 26041 as Lessor and

TriEnergy Holdings, LLC, P.O. Box 89, Sewickley, PA 15143, as Lessee, entered into an Oil and Gas Lease as of the 23rd day of December, 2009. Said lease covers all that certain tract of land situate in the District of WEBSTER, in MARSHALL County, State of West Virginia, bounded and described generally as follows:

On the North by: n/f EBBERT, HIGGINBOTHAMOn the East by: n/f KITTLEOn the South by: n/f DUNLAPOn the West by: n/f BURKIEVICZ, ERNEST, HIGGINBOTHAMTax Parcel No: 15-015-0018

Containing 54.766 acres, more or less, being the same land conveyed by HAROLD D AND DOROTHY S. JEFFERSON AS IND. AND TRUSTEES JEFF REVLVCT TRST and recorded in the records of said county in Book 0647, Page 0426.

0406

Under the terms of the aforesaid lease, the said property was leased by Lessor to Lessee for a term of Five (5) years from the date thereof and so long thereafter as oil or gas are produced from said land in paying quantities or the lease is otherwise maintained pursuant to the provisions thereof.

~~Under the terms of said lease, the Lessee has a first option to renew the lease for a further like term, which option must be exercised within sixty (60) days of the expiration of the initial primary term of said lease.~~

Dated: December 23rd, 2009.

WITNESSES:

Mark E. Sauer
Mark E. Sauer

LESSOR:

Christopher D. O'Neil (SEAL)
CHRISTOPHER D. O'NEIL
Sandra D. O'Neil (SEAL)
SANDRA O'NEIL

(SEAL)

Jan Pest
 MARSHALL County 10:03:31 AM
 Instrument No 1281560
 Date Recorded 02/16/2010
 Document Type O&G
 Pages Recorded 2
 Book-Page 694-466
 Recording Fee \$10.50
 Additional \$6.00

Approved by:

Joe Bojalad, President
TriEnergy Holdings, LLC

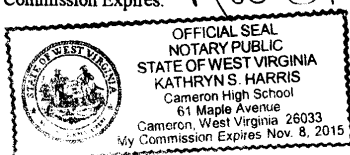
State of WVCounty of Marshall

SS:

On the 23 day of December in the year 2009, before me, the undersigned, a Notary Public in and for said state, personally appeared Chris + Sandra O'Neil

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: Nov 8, 2015

Notary Public

State of)
) ss.
County of)

BOOK 0694 PAGE 0467

On this, the _____ day of _____, 20____, before me a Notary Public, the undersigned officer, personally appeared _____ known to me (or satisfactorily proven) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged that (he, she or they) executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

(SEAL)
Notary Public

State of)
) ss.
County of)

On this, the _____ day of _____, 20____, before me a Notary Public, the undersigned officer, personally appeared _____ known to me (or satisfactorily proven) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged that (he, she or they) executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

(SEAL)
Notary Public

State of)
) ss.
County of)

On this, the _____ day of _____, 20____, before me a Notary Public, the undersigned officer, personally appeared _____ known to me (or satisfactorily proven) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged that (he, she or they) executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

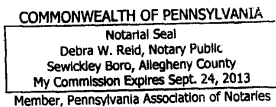
(SEAL)
Notary Public

State of Pennsylvania)
) ss.
County of Allegheny)

On this the 5th day of February, 2010 before me, Debra W. Reid, the undersigned officer, personally appeared Joseph E. Bojard, who acknowledged (her) himself to be the President of InEnergy Holdings LLC, a corporation, and that as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of said corporation by (her) himself as _____

In Witness Whereof, I hereunto set my hand and official seal.

My Commission Expires: 9/24/2013



Debra W. Reid
(SEAL)
Notary Public

STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing date on the 23rd day of December, 2009, was presented for and by me, admitted to record in my office upon the above certificate as to the parties therein named this 16th day of February, 2010 at 10:03 o'clock A.M.

TESTE: Jan Pest Clerk.